



August 27, 2001

F000000002016

Security of State  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399.

200004560942--5  
-08/28/01--01107--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: License amendment

Enclosed please find check in the amount of \$35.00 also amendment form  
Completed for processing.

Our former name: TRIAD FINANCIAL INC.  
390 NORTH BROADWAY STE.190  
JERICHO, N.Y. 11753  
New Name: AMERICAN PORTFOLIOS FINANCIAL SERVICES INC  
4250 VETERANS MEMORIAL HIGHWAY STE 420E  
HOLBROOK, N.Y. 11741

Thank you for your assistance.

Very truly yours,

Frank Baiata

FILED  
01 SEP 10 PM 4:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F000000002016  
SEP 10, 01 AM  
NC  
SP8

American Portfolios Financial Services, Inc.  
4250 Veterans Memorial Hwy, 4th Floor East, Holbrook, NY 11741 • Tel: 631.439.4600 Fax: 631.439.1325

Member: NASD, SIPC, MSRB, Clearing Agent Bear, Stearns Securities Corp.  
americanportfolios.com



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 4, 2001

FRANK BAIATA  
4250 VETERANS MEMORIAL HWY  
4TH FL EAST  
HOLBROOK, NY 11741

SUBJECT: TRIAD FINANCIAL OF NEW YORK INC.  
Ref. Number: F00000002016

We have received your document for TRIAD FINANCIAL OF NEW YORK INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 201A00049876

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

1. Triad Financial Inc dba Triad Financial of New York Inc.  
Name of corporation as it appears on the records of the Department of State.
2. New York Incorporated under laws of
3. April 11, 2000 Date authorized to do business in Florida

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 25, 2001

5. American Portfolios Financial Services, Inc.  
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
New Jurisdiction

  
Signature

8/27/01  
Date

Frank Baiata  
Typed or printed name

Pres, dent  
Title

**FILED**  
01 SEP 10 PM 4:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**State of New York } ss:  
Department of State**

I hereby certify, that the Certificate of Incorporation of AMERICAN PORTFOLIOS FINANCIAL SERVICES, INC. was filed on 05/22/1990, under the name of TRIAD FINANCIAL INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Biennial Statement was filed 01/19/1993.

A Biennial Statement was filed 05/25/1993.

A Biennial Statement was filed 05/13/1996.

A Biennial Statement was filed 04/24/1998.

A Biennial Statement was filed 05/04/2000.

A certificate changing name to AMERICAN PORTFOLIOS FINANCIAL SERVICES, INC. was filed on 07/30/2001.

I further certify, that no other documents have been filed by such Corporation.



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 21st day of August  
two thousand and one.*

*Special Deputy Secretary of State*

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CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
TRIAD FINANCIAL INC.

(Under Section 805 of the Business Corporation Law)

Pursuant to the provisions of Section 805 of the Business Corporation Law, the undersigned, being the President of the corporation, hereby certifies:

FIRST: The name of the corporation is: TRIAD FINANCIAL INC.

SECOND: That the Certificate of Incorporation was filed by the Secretary of State of New York on: MAY 22, 1990.

THIRD: Article (FIRST) of the Certificate of Incorporation, relating to the name of the corporation, is hereby amended to read as follows:

FIRST: The name of the corporation is: American Portfolios Financial Services, Inc.

FOURTH: That the amendment to the Certificate of Incorporation was authorized by an affirmative vote of the holders of at least a majority of all outstanding shares entitled to vote on the amendment to the Certificate of Incorporation at a meeting of shareholders, said authorization being subsequent to the affirmative vote of the Board of Directors.

IN WITNESS WHEREOF, the undersigned has signed this certificate this 25th day of July, 2001.

S/ Frank Balata  
Frank Balata, President